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Reorganized Debtors

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UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

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In re	:	Chapter 11
	:	
DPH HOLDINGS CORP., <u>et al.</u> ,	:	Case No. 05-44481 (RDD)
	:	
	:	(Jointly Administered)
Reorganized Debtors.	:	
	:	
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NOTICE OF WITHDRAWAL OF REORGANIZED DEBTORS'  
FORTY-FOURTH OMNIBUS CLAIMS OBJECTION WITH  
RESPECT TO CERTAIN PROOFS OF CLAIM

PLEASE TAKE NOTICE that DPH Holdings Corp. and its affiliated reorganized debtors (collectively, the "Reorganized Debtors"), successors of Delphi Corporation ("Delphi") and certain of its subsidiaries and affiliates, including Delphi Automotive Systems LLC ("DAS LLC"), former debtors and debtors-in-possession in the above-captioned cases (collectively, the "Debtors"), objected to certain proofs of claims (the "Proofs of Claim") filed by certain parties (collectively, the "Claimants"), as set forth on Exhibit A attached hereto, pursuant to the Reorganized Debtors' Forty-Fourth Omnibus Objection Pursuant To 11 U.S.C. § 502(b) And (d) And Fed. R. Bankr. P. 3007 To (I) Modify And Allow (A) Certain Modified And Allowed Claims, (B) A Partially Satisfied Claim, And (C) Certain Partially Satisfied Scheduled Liabilities, (II) Disallow And Expunge (A) Certain Fully Satisfied Scheduled Liabilities, (B) Certain MDL-Related Claims, (C) Certain Union Claims, (D) Certain Personal Injury Claims, And (E) A Duplicate Claim, (III) Object To Certain (A) Preference-Related Claims And (B) Preference-Related Scheduled Liabilities, And (IV) Modify Certain SERP-Related Scheduled Liabilities (Docket No. 19395) (the "Forty-Fourth Omnibus Claims Objection").

PLEASE TAKE FURTHER NOTICE that on October 6, 2009, the Debtors substantially consummated the First Amended Joint Plan Of Reorganization Of Delphi Corporation And Certain Affiliates, Debtors And Debtors-In-Possession, As Modified (the "Modified Plan"), which had been approved by the United States Bankruptcy Court for the Southern District of New York pursuant to an order entered on July 30, 2009 (Docket No. 18707), and emerged from chapter 11 as the Reorganized Debtors. In connection with the consummation of the Modified Plan, Delphi and DAS LLC emerged from chapter 11 as DPH Holdings Corp. and DPH-DAS LLC, respectively.

PLEASE TAKE FURTHER NOTICE that Article 9.6(a) of the Modified Plan provides that "[t]he Reorganized Debtors shall retain responsibility for administering, disputing, objecting to, compromising, or otherwise resolving all Claims against, and Interests in, the Debtors and making distributions (if any) with respect to all Claims and Interests."

PLEASE TAKE FURTHER NOTICE that the Forty-Fourth Omnibus Objection was filed to preserved any rights that the Reorganized Debtors may have had under 11 U.S.C. § 502(d) pending the prosecution of certain avoidance actions.

PLEASE TAKE FURTHER NOTICE that the Reorganized Debtors have resolved the avoidance actions related to each of the Proofs of Claim set forth on Exhibit A.

PLEASE TAKE FURTHER NOTICE that the Forty-Fourth Omnibus Objection with respect to the Proofs of Claim is moot pursuant to the resolution of the related avoidance actions, accordingly, the Reorganized Debtors are withdrawing the Forty-Fourth Omnibus Claims Objection with respect to each of the Proofs of Claim set forth on Exhibit A.

PLEASE TAKE FURTHER NOTICE that in accordance with Articles 1.9 and 9.6 of the Modified Plan and 11 U.S.C § 502, the withdrawal of the Forty-Fourth Omnibus Claims Objection with respect to the Proofs of Claim will result in each Proof of Claim being treated in accordance with the terms of the Modified Plan.

Dated: New York, New York  
January 18, 2012

SKADDEN, ARPS, SLATE, MEAGHER  
& FLOM LLP

By: /s/ John K. Lyons  
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Attorneys for DPH Holdings Corp., et al.,  
Reorganized Debtors

Claim Number	Date Filed	Claimant	Owner
2111	2/24/2006	SUMITOMO WIRING SYSTEMS USA INC	JPMORGAN CHASE BANK NA/SUMITOMO WIRING SYSTEMS USA INC
2174	3/3/2006	UNIVERSAL TOOL AND ENGINEERING COMPANY INC	UNIVERSAL TOOL AND ENGINEERING COMPANY INC
2175	3/3/2006	UNIVERSAL TOOL AND ENGINEERING COMPANY INC	UNIVERSAL TOOL AND ENGINEERING COMPANY INC
6878	5/25/2006	UNIVERSAL TOOL AND ENGINEERING COMPANY INC	UNIVERSAL TOOL AND ENGINEERING COMPANY INC
7547	6/6/2006	M&Q PLASTIC PRODUCTS L P	GOLDMAN SACHS CREDIT PARTNERS LP
9352	7/11/2006	HEWLETT PACKARD COMPANY	HEWLETT PACKARD COMPANY
9470	7/13/2006	D & R TECHNOLOGY LLC	TPG CREDIT OPPORTUNITIES FUND LP/TPG CREDIT OPPORTUNITIES INVESTORS LP
9940	7/19/2006	THYSSEN KRUPP WAUPACA INC	GOLDMAN SACHS CREDIT PARTNERS LP
10811	7/25/2006	ITAUTEC AMERICA INC	ITAUTEC AMERICA INC
11114	7/26/2006	UNIVERSAL TOOL & ENGINEERING CO INC	LONGACRE MASTER FUND LTD
11462	7/27/2006	VALEO CLIMATE CONTROL CORPORATION	VALEO CLIMATE CONTROL CORPORATION
11465	7/27/2006	VALEO SWITCHES AND DETECTION SYSTEMS INC	VALEO SWITCHES AND DETECTION SYSTEMS INC
11466	7/27/2006	VALEO ELECTRICAL SYSTEMS INC WIPERS DIVISION	VALEO ELECTRICAL SYSTEMS INC WIPERS DIVISION
11660	7/27/2006	OLIN CORPORATION ASSIGNED TO BANK OF AMERICA	BANK OF AMERICA N A
11925	7/28/2006	LEXINGTON RUBBER GROUP INC	LEXINGTON RUBBER GROUP INC
12151	7/28/2006	LEXINGTON RUBBER GROUP INC	LEXINGTON RUBBER GROUP INC
12161	7/28/2006	MARQUARDT GMBH	MARQUARDT GMBH
12678	7/28/2006	ELECTRONIC DATA SYSTEMS CORPORATION	JPMORGAN CHASE BANK NA/TPG CREDIT OPPORTUNITIES FUND LP/TPG CREDIT OPPORTUNITIES INVESTORS LP/TPG CREDIT STRATEGIES FUND LP
14152	7/31/2006	VALEO ELECTRICAL SYSTEMS INC MOTORS AND ACTUATORS DIVISION	VALEO ELECTRICAL SYSTEMS INC MOTORS AND ACTUATORS DIVISION
16320	9/18/2006	SIMCO CONSTRUCTION INC	SIMCO CONSTRUCTION INC